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SERVICE CORPORATION INTERNATIONAL

Form 8-K

February 20, 2007

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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported)
February 20, 2007 (February 14, 2007)

SERVICE CORPORATION INTERNATIONAL

(Exact name of registrant as specified in its charter)

| | | |
|---|-----------------------------|---|
| Texas | 1-6402-1 | 74-1488375 |
| ----- | ----- | ----- |
| (State or other jurisdiction of incorporation) | (Commission File Number) | (I.R.S. Employer Identification No.) |

| | |
|--|------------|
| 1929 Allen Parkway Houston, Texas | 77019 |
| ----- | ----- |
| (Address of principal executive offices) | (Zip Code) |

Registrant's telephone number, including area code (713) 522-5141

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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ITEM 7.01 REGULATION FD DISCLOSURE

On February 14, 2007, Service Corporation International issued a press release announcing that the Board of Directors declared a quarterly cash dividend of three cents per share of common stock.

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On February 19, 2007, Service Corporation International issued a press release announcing an increase in its share repurchase program authorizing the investment of an additional \$164 million to a total of \$200 million for share repurchases. The Company also disclosed its financial outlook for 2007.

The attached Exhibits 99.1 and 99.2 are not filed, but are furnished to comply with Regulation FD. The information in this Current Report on Form 8-K, including the exhibit, shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

(d) The following exhibits are included with this report

| EXHIBIT NO. | DESCRIPTION |
|-------------|---|
| 99.1 | Press Release, dated February 14, 2007 declaring quarterly dividend |
| 99.2 | Press Release, dated February 19, 2007 announcing share repurchase increase and disclosing 2007 outlook |

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

February 20, 2007

Service Corporation International

By: /s/ Eric D. Tanzberger

Eric D. Tanzberger
Senior Vice President and
Chief Financial Officer